



DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name, that I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention, design or discovery entitled **METHOD AND SYSTEM FOR UPGRADING A FIBER OPTICS NETWORK**, the specification of which was filed on June 26, 2003;

That I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above; that I do not know and do not believe that said invention, design or discovery was ever known or used in the United States of America before my invention or discovery thereof, or patented or described in any printed publication in any country before my invention or discovery thereof, or more than one year prior to this application, or in public use or on sale in the United States of America more than one year prior to this application; that said invention, design or discovery has not been patented or made the subject of an inventor's certificate issued prior to the date of this application in any country foreign to the United States of America on an application filed by me or my legal representatives or assigns; and that I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in 37 C.F.R. § 1.56.

I hereby claim foreign priority benefits under 35 U.S.C. § 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application(s) for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Number	Country	Date Filed	Priority Claimed (Yes) (No)
----- NONE-----			

I hereby claim the benefit under 35 U.S.C. § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not

disclosed in the prior United States application(s) in the manner provided by the first paragraph of 35 U.S.C. § 112, I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in 37 C.F.R. § 1.56 which became available between the filing date of the prior application(s) and the national or PCT international filing date of this application:

Application
Serial Number _____ Date Filed _____ Status _____
----- **NONE** -----

I hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below.

Serial No. _____ Filed: _____

I hereby appoint:

Practitioners at Customer Number

05073

all of the firm of Baker Botts L.L.P., my attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith, and to file and prosecute any international patent applications filed thereon before any international authorities.

Send Correspondence To:

Barton E. Showalter
The above-mentioned Customer Number

Direct Telephone Calls To:

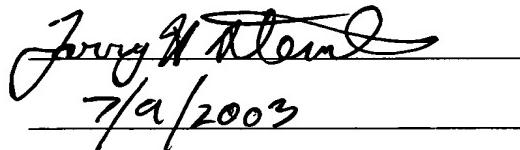
Barton E. Showalter
at 214.953.6509
Atty. Docket No. 064731.0346

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Full name of inventor:

Larry Henry Steinhorst

Inventor's signature



Larry H. Steinhurst
7/9/2003

Date

Plano, Collin County, Texas 75025

Residence (City, County, State)

United States of America

Citizenship

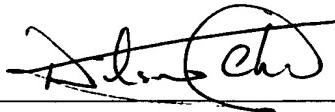
Post Office Address

1444 Greenfield Drive
Plano, Texas 75025

Full name of inventor:

Wilson kit-man Chan

Inventor's signature



Date

July 9, 2003

Residence (City, County, State)

Richardson, Collin County, Texas 75082

Citizenship

Canada

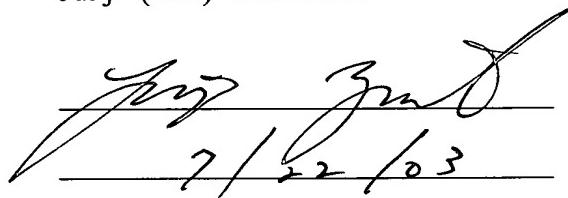
Post Office Address

3906 Compton Drive
Richardson, Texas 75082

Full name of inventor:

Junji (nmi) Yamamoto

Inventor's signature



Junji Yamamoto

Date

21/22/03

Residence (City, County, State)

Century-haitsu-tsukushino 8-103
Minamitsukushino 3-13-3
Machida-shi, Tokyo
Japan
194-0002

Citizenship

Japan

Post Office Address

Century-haitsu-tsukushino 8-103
Minamitsukushino 3-13-3
Machida-shi, Tokyo
Japan
194-0002